

**Exhibit A**

## KRAMER LEVIN NAFTALIS &amp; FRANKEL LLP

1177 AVENUE OF THE AMERICAS  
 NEW YORK, NY 10036  
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January 28, 2013

W.R. GRACE & CO. EQUITY COMMITTEE  
 C/O KRAMER LEVIN  
 1177 AVENUE OF THE AMERICAS  
 NEW YORK, NY 10036

When remitting,  
please reference:Invoice Number: 612169  
056772

## CLIENT SUMMARY - 056772 - W.R. GRACE &amp; CO. EQUITY COMMITTEE

## 056772-00001/CASE ADMINISTRATION

FEES .....	\$941.00
DISBURSEMENTS.....	<u>3,130.37</u>
MATTER TOTAL.....	\$4,428.62

## 056772-00005/BANKR. MOTIONS

FEES .....	\$288.00
DISBURSEMENTS.....	<u>0.00</u>
MATTER TOTAL.....	\$288.00

## 056772-00007/REORGANIZATION PLAN

FEES .....	\$45,870.50
DISBURSEMENTS.....	<u>0.00</u>
MATTER TOTAL.....	\$45,870.50

## 056772-00008/FEE APPLICATIONS, APPLICANT

FEES .....	\$2,574.50
DISBURSEMENTS.....	<u>306.19</u>
MATTER TOTAL.....	\$2,880.69

CLIENT GRAND TOTAL..... \$53,110.56

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.  
 Citicorp Center 153 E. 53rd Street NY, N.Y. 10043  
 ABA #021000089

Account: Kramer Levin Naftalis & Frankel LLP Money Market A/C 9992122019  
 By Order of: Invoice No. 612169  
 Citibank Contact: Gaetana Mauceli (212) 559-0165

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN  
 ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE  
 CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.  
 TAX ID# 13-1944339

W.R. GRACE & CO. EQUITY COMMITTEE  
056772-00001January 28, 2013  
Invoice No. 612169**CASE ADMINISTRATION****DETAIL OF SERVICES**

<b><u>DATE</u></b>	<b><u>TIMEKEEPER</u></b>	<b><u>DESCRIPTION</u></b>	<b><u>HOURS</u></b>	<b><u>AMOUNT</u></b>
12/03/12	HALVERSON, DARREN C	E-mails with D. Blabey and A. Shain re: binders for 3d cir appellate briefs.	0.20	97.00
12/10/12	HALVERSON, DARREN C	Find additional briefs and coordinate binders.	0.30	145.50
12/10/12	SHAIN, ALIYA	Compile binders of briefs for D. Halverson (.6); draft index re: same (.7).	1.30	370.50
12/11/12	HALVERSON, DARREN C	Find AMH brief and circulate; coordinate final binders.	0.20	97.00
12/11/12	SHAIN, ALIYA	Email coordination with D. Blabey re: courtcall (.1); set-up court call (.2).	0.30	85.50
12/14/12	HALVERSON, DARREN C	Obtain asbestos article for D. Blabey and review same.	0.30	<u>145.50</u>
<b>TOTAL HOURS AND FEES</b>			<b><u>2.60</u></b>	<b><u>\$941.00</u></b>

**SUMMARY OF DISBURSEMENTS AND OTHER CHARGES**

<b><u>DESCRIPTION</u></b>	<b><u>AMOUNT</u></b>
PHOTOCOPYING	125.00
RESEARCH SERVICES	14.00
WESTLAW ON-LINE RESEARCH	2,881.68
MEALS/IN-HOUSE	46.99
DOCUMENT RETRIEVAL FEES	<u>62.70</u>

**TOTAL DISBURSEMENTS AND OTHER CHARGES** **\$3,130.37****TOTAL FOR THIS MATTER** **\$4,428.62**

W.R. GRACE & CO. EQUITY COMMITTEE  
056772-00005January 28, 2013  
Invoice No. 612169**BANKR. MOTIONS****DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/26/12	BLABEY, DAVID E	Review post-petition financing motion (.3) and email to client re same (.1).	0.40	<u>288.00</u>
<b>TOTAL HOURS AND FEES</b>				<b><u>0.40</u></b> <b><u>\$288.00</u></b>
<b>TOTAL FOR THIS MATTER</b>				<b><u>\$288.00</u></b>

W.R. GRACE & CO. EQUITY COMMITTEE  
056772-00007January 28, 2013  
Invoice No. 612169**REORGANIZATION PLAN****DETAIL OF SERVICES**

<b>DATE</b>	<b>TIMEKEEPER</b>	<b>DESCRIPTION</b>	<b>HOURS</b>	<b>AMOUNT</b>
12/02/12	BLABEY, DAVID E	Review Garlock appellate brief.	1.40	1,008.00
12/03/12	BLABEY, DAVID E	Call with equity holder re appeals (.2); review Montana and Crown briefs (2.3); review pleadings in Garlock bankruptcy proceeding (3).	5.50	3,960.00
12/04/12	HALVERSON, DARREN C	Review D. Blabey summary of opening briefs in third circuit appeal.	0.20	97.00
12/04/12	BLABEY, DAVID E	Review of bank lender brief (1); further review of Garlock (.1); memo to client re same (1.9).	3.00	2,160.00
12/05/12	HALVERSON, DARREN C	Review D. Blabey summary of opening briefs.	0.20	97.00
12/05/12	BLABEY, DAVID E	Exchange emails with D. Halverson and M. Ziegler re estoppel issues (.2); further review of Bank Lender appellate brief (2) and of relevant legislative history and case law (3).	5.20	3,744.00
12/06/12	HALVERSON, DARREN C	Review D. Blabey notes on acceleration and auto stay and review pleadings for additional cases.	0.60	291.00
12/06/12	BENTLEY, PHILIP	Discs w/ D. Blabey re appeal issues.	0.10	86.50
12/09/12	BLABEY, DAVID E	Review amicus brief on bank lender issues.	1.00	720.00
12/11/12	BLABEY, DAVID E	Email update to client re recent docket filings (.3); discuss Third Circuit briefing with P. Bentley and email to Debtors counsel re same (.1); review Anderson Memorial Hospital appellate brief (2.2); research on impairment issues for Third Circuit briefs (2.2).	4.80	3,456.00
12/11/12	BENTLEY, PHILIP	Review current appeal issues.	0.10	86.50
12/12/12	BLABEY, DAVID E	Review plan proponents' draft motion for extension of time (.1) and emails with P. Bentley and Debtors counsel re same (.1).	0.20	144.00
12/12/12	BENTLEY, PHILIP	Trade emails re appeal issues.	0.10	86.50
12/13/12	BLABEY, DAVID E	Review lower court briefing on bank lender issues (1.5); research on defaults (.5).	2.00	1,440.00
12/14/12	BLABEY, DAVID E	Review lower court briefing on bank lender issues (.5); review of cases cited by bank lenders (3.1).	3.60	2,592.00
12/16/12	BLABEY, DAVID E	Review cases cited in lenders' brief and shep same.	2.50	1,800.00

W.R. GRACE & CO. EQUITY COMMITTEE  
056772-00007January 28, 2013  
Invoice No. 612169

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/17/12	BLABEY, DAVID E	In connection with appeal, review bank lender cases (3.3); research regarding legal rate of interest (2.7); review of credit agreements (1).	7.00	5,040.00
12/18/12	BLABEY, DAVID E	Review bankruptcy code and cases citing applicable provisions regarding interest in connection with appeal (2.5); further review of statutory provisions, legislative history and case law regarding same (5.8).	8.30	5,976.00
12/19/12	BLABEY, DAVID E	Research on legislative history and intent (4.5); memo to P. Bentley re potential lender arguments (1).	5.50	3,960.00
12/20/12	BLABEY, DAVID E	Continue drafting memo to P. Bentley regarding absolute priority rule issues in connection with appeal.	2.50	1,800.00
12/21/12	BENTLEY, PHILIP	TC w/ D. Blabey.	0.10	86.50
12/23/12	BLABEY, DAVID E	Email memo to P. Bentley regarding his questions to section 1129(b) analysis.	1.50	1,080.00
12/23/12	BENTLEY, PHILIP	Review appeal issues, and trade emails re same.	1.00	865.00
12/24/12	BLABEY, DAVID E	Call with P. Bentley to discuss section 1129(b) analysis for appellate brief (.7); revisions to email memo to Debtors' counsel re same (1.5).	2.20	1,584.00
12/24/12	BENTLEY, PHILIP	Review appeal issues (0.7), and TC DB re same (0.6).	1.30	1,124.50
12/26/12	BLABEY, DAVID E	Review pages from plan proponent brief on bank lender issues before district court.	0.10	72.00
12/26/12	BLABEY, DAVID E	Email to D. Halverson re research for brief.	0.10	72.00
12/27/12	BENTLEY, PHILIP	Trade emails re appeal issues.	0.30	259.50
12/27/12	HALVERSON, DARREN C	Begin research re: post-petition defaults.	0.20	97.00
12/28/12	HALVERSON, DARREN C	Continue research re: post-petition defaults.	1.30	630.50
12/30/12	BLABEY, DAVID E	Review draft of overview section of plan proponents appellate brief (.5); review notes for call with Debtors counsel re Lender brief (.2) and call with counsel (.5) and follow up email and voicemail with P. Bentley (.1).	1.30	936.00
12/30/12	BENTLEY, PHILIP	Conf call with K&E, and notes, re arguments for appeal brief.	0.60	519.00
<b>TOTAL HOURS AND FEES</b>				<b><u>63.80</u> <u>\$45,870.50</u></b>
<b>TOTAL FOR THIS MATTER</b>				<b><u>\$45,870.50</u></b>

W.R. GRACE & CO. EQUITY COMMITTEE  
056772-00008January 28, 2013  
Invoice No. 612169**FEE APPLICATIONS, APPLICANT****DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/12	BLABEY, DAVID E	Prepare quarterly fee application.	2.60	1,872.00
12/27/12	BLABEY, DAVID E	Review monthly fee app for filing.	0.10	72.00
12/27/12	HALVERSON, DARREN C	Review and edit invoice (.3); draft 135th fee application and send to D. Blabey (1.2).	1.30	630.50
<b>TOTAL HOURS AND FEES</b>			<b>4.00</b>	<b><u>\$2,574.50</u></b>

**SUMMARY OF DISBURSEMENTS AND OTHER CHARGES**

<u>DESCRIPTION</u>	<u>AMOUNT</u>
WESTLAW ON-LINE RESEARCH	<u>306.19</u>
<b>TOTAL DISBURSEMENTS AND OTHER CHARGES</b>	<b><u>\$306.19</u></b>
<b>TOTAL FOR THIS MATTER</b>	<b><u>\$2,880.69</u></b>